MARVEL COMICS
FROM THE PAGES OF X-MEN: GAMBIT!
WEB OF SPIDER-MAN
ALSO GUEST-STARRING: THE BLACK CAT
$2.95 US
$4.00 CAN
113
JUN
APPROVED BY THE COMICS CODE AUTHORITY
DIRECT EDITION
"LIVE AND LET DIE" BEGINS HERE!

BITTEN BY A RADIOACTIVE SPIDER, STUDENT PETER PARKER GAINED THE PROPORTIONATE STRENGTH AND AGILITY OF AN ARACHNID! ARMED WITH HIS WONDROUS WEB-SHOOTERS, THE RELUCTANT SUPER HERO STRUGGLES WITH SINISTER SUPER-VILLAINS, MAKING ENDS MEET, AND MAINTAINING SOME SEMBLANCE OF A NORMAL LIFE!

Stan Lee PRESENTS: WEB OF SPIDER-MAN™

NEW YORK CITY...
THIS IS THE PLACE ALL RIGHT...
...THE GRAND OPENING OF THE NEW MACRO SCIENCE MUSEUM IS TURNING OUT TO BE THE MEDIA EVENT OF THE YEAR.
SCIENTISTS ARE HERE TO SEE THE FUND-RAISING DEMO OF MORELLE PHARMACEUTICALS' NEW BREAKTHROUGH IN BIO-ORGANICS...
...WEALTHY POTENTIAL INVESTORS SHOWED UP TO GAUGE THE PROFESSIONALS' REACTIONS...
...AND THE PRESS JUST CAME TO CATCH THE HIGH-SOCIETY HIGH-JINKS.
PETER PARKER SHOULD BE DOWN THERE, AS WELL--FOR THE EDUCATIONAL VALUE AND THE PHOTO OPPORTUNITIES--
--BUT SPIDER-MAN HAS WORK TO DO TONIGHT...

TERRY KAVANAGH	ALEX SAVIUK	BASKERVILLE & MILGROM(PGS.30&31)	OLTRO, KROL & BABCOCK	BOB SHAREN	ERIC FEIN	DANNY FINGEROTH	TOM DEFALCO
WRITER	BREAKDOWNS	FINISHERS	LETTERERS	COLORIST	EDITOR	GROUP EDITOR	EDITOR IN CHIEF

WEB OF SPIDER-MAN™ Vol. 1, No. 113, June, 1994. (ISSN #0887-9702) Published by MARVEL COMICS, Terry Stewart, President. Stan Lee, Publisher. Michael Hobson, Group Vice President, Publishing. OFFICE OF PUBLICATION: 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10016. **SECOND CLASS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES.** Published monthly. Copyright © 1994 Marvel Entertainment Group, Inc. All rights reserved. Price $2.95 per copy in the U.S. and $4.00 in Canada. Subscription rate for 12 issues: $18.00 U.S.; Canadian subscribers must add $10.00 for postage and GST. GST #R127032852. Foreign $30.00. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. This periodical may not be sold except by authorized dealers and is sold subject to the condition that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition. WEB OF SPIDER-MAN (including all prominent characters featured in this issue and the distinctive likenesses thereof) is a trademark of MARVEL ENTERTAINMENT GROUP, INC. **POSTMASTER: SEND ADDRESS CHANGES TO WEB OF SPIDER-MAN, c/o MARVEL DIRECT MARKETING CORP. SUBSCRIPTION DEPT. P.O. BOX 1979 DANBURY, CT. 06813-1979. TELEPHONE # (203) 743-5331. Printed in the U.S.A.**

LIVE AND LET DIE
PART ONE
DARKNESS DESCENDS
"...AND I'M REALLY NOT UP FOR A PARTY.
"CHAMELEON'S RECENT GAMES--AT MY FAMILY'S EXPENSE--HIT US ALL HARDER THAN WE'RE WILLING TO ADMIT...
"...SO THE LOCAL PUNKS AND THUGS HAVE LEARNED--THE HARD WAY--NOT TO LIE TO ME THESE DAYS.
"WORD ON THE STREET IS THAT UNINVITED GUESTS ARE PLANNING TO CRASH THE FESTIVITIES--QUICKLY AND QUIETLY--BEFORE THE EVENING'S OVER...
"...BUT NOBODY KNOWS WHO--OR WHAT--THEIR TARGET IS.

IF WE SURVIVE TONIGHT, AMY...
...I'LL BE THE NEW HEAD OF THE DAILY BUGLE'S PHOTOGRAPHY DEPARTMENT.
YOU EARNED THIS PROMOTION, LANCE...AND ALL THE REWARDS THAT--

I'VE BEEN SEARCHING EVERYWHERE FOR YOU, MR. BANNON...
...THE CHIEF SEEMS TO THINK AN OLD PRO LIKE YOU COULD TEACH ME A THING OR TWO.
YOU STILL HAVE PLENTY TO LEARN ABOUT TIMING, COOPER.
BE NICE TO COLE, BABY...

"...YOU REMEMBER WHAT IT'S LIKE TO BE THE NEW KID ON THE BLOCK."
TINKERER'S AUDIO-IMPLANTS WORK LIKE A CHARM...
...BUT I HAVEN'T PICKED UP ANYTHING USEFUL YET DOWN HERE.
JADED JET-SETTERS DON'T QUITE KNOW HOW TO REACT TO AN EX-JEWEL-THIEF LIKE THE BLACK CAT PROWLING IN THEIR MIDST--

--BUT THEY'RE ALL INTRIGUED--
--AND FELICIA HARDY ALWAYS ENJOYS BEING A PARTY-STOPPER.
SO IT'S TIME TO MINGLE...

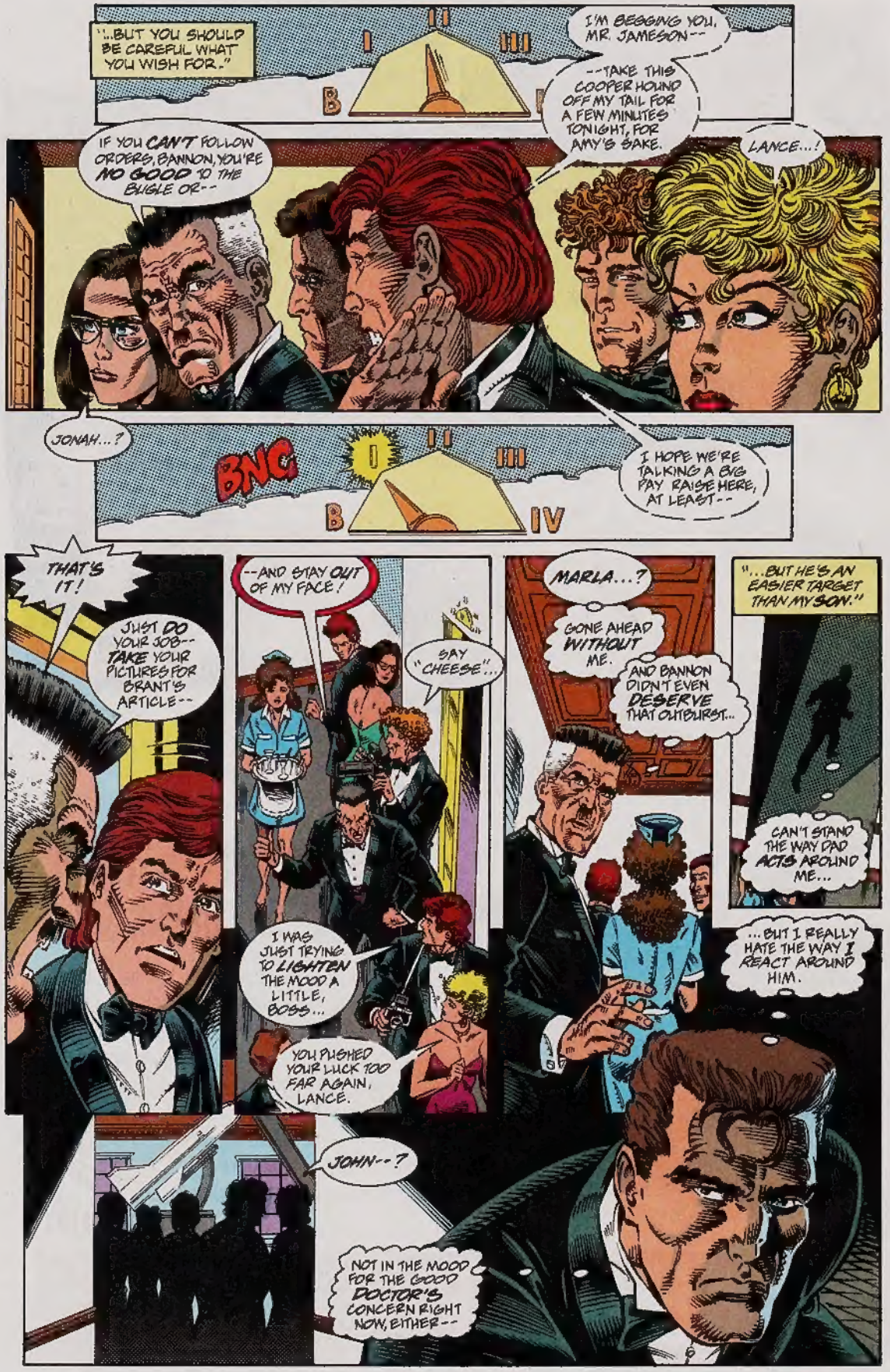
"...WITH THE FAT CATS ON THE SECOND FLOOR."
I WAS HOPING TO GET SOME BACK-GROUND INFO ABOUT THE CURATOR'S RESPONSIBILITIES FOR MY BUGLE ARTICLE, MR. WILSON, BUT--
I PROMISE TO SHARE EVERY INTIMATE DETAIL, BETTY...

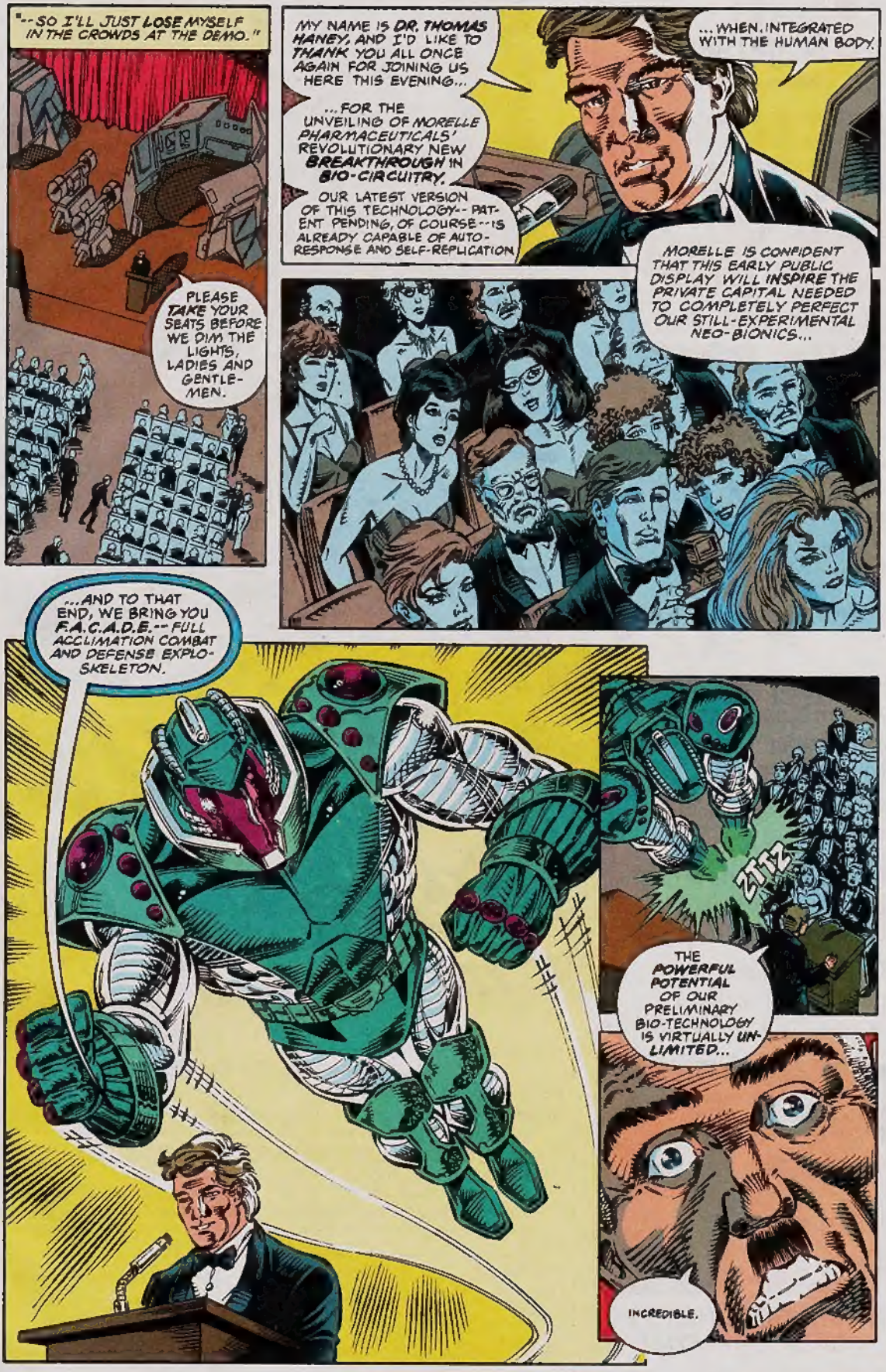
...IF YOU'LL JOIN ME FOR A PERSONAL TOUR OF THE ADMINISTRATION SUITES.
ACTUALLY, MR. WILSON--
EXCUSE ME, MIKE--

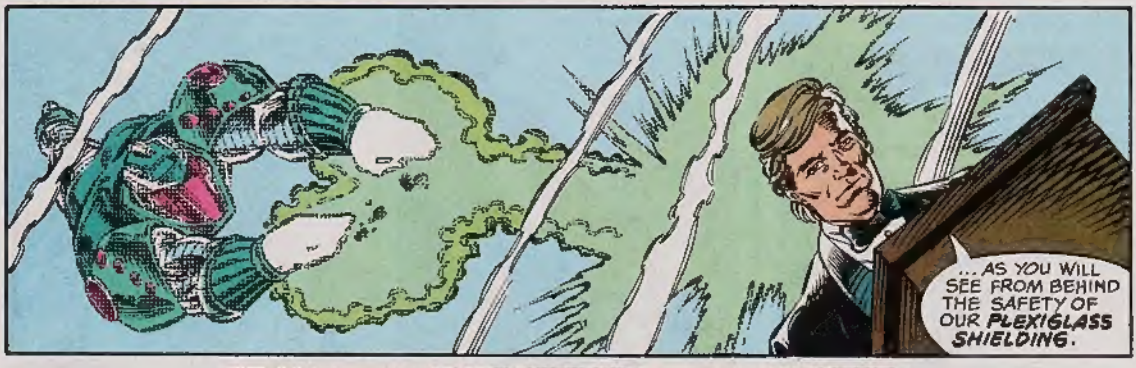
--I BELIEVE YOUR LOVELY WIFE IS LOOKING FOR YOU.
NICE TO SEE YOU AGAIN, MR. BRYCE...
...BUT I JUST REMEMBERED AN APPOINTMENT.
TWO CHAMPAGNES PLEASE, VICTOR.
OF COURSE, SIR.
ARCHER BRYCE-- RENOWNED EUROPEAN INDUSTRIALIST FROM VERY, VERY OLD MONEY--
--YOUR REPUTATION DEFINITELY PRECEDES YOU.
I KNEW YOUR LATE HUSBAND YEARS AGO ON THE CONTINENT, MS. BRYANT...
...BUT EVEN HIS GLOWING DESCRIPTIONS DIDN'T DO YOU JUSTICE.
DON'T RECALL NED MENTIONING YOUR NAME, MR. BRYCE...
"...BUT THERE ARE SO MANY THINGS HUSBANDS AND WIVES NEVER REALLY TALK ABOUT."
I JUST CAN'T TAKE MY EYES OFF YOU TONIGHT, MARLA...
YOU FILL OUT THAT TUX PRETTY WELL YOURSELF, JONAH...
YOU KNOW, IT'S NOT THAT OFTEN THAT A MAJOR NEWSPAPER PUBLISHER AND A DEDICATED RESEARCH SCIENTIST CAN FIND COMMON GROUND TO SHARE.
ALL WE NEED IS TIME, MARLA, TOGETHER...
...WITH NO DISTRACTIONS TO COME BETWEEN US--
FANCY MEETING YOU HERE--
--DAD.
JOHNNY, MY BOY--
--I'VE BEEN TRYING TO REACH YOU FOR WEEKS ABOUT MY JOB OFFER!
THIS IS A PLEASANT SURPRISE, JOHN...
...WHAT BRINGS YOU HERE?

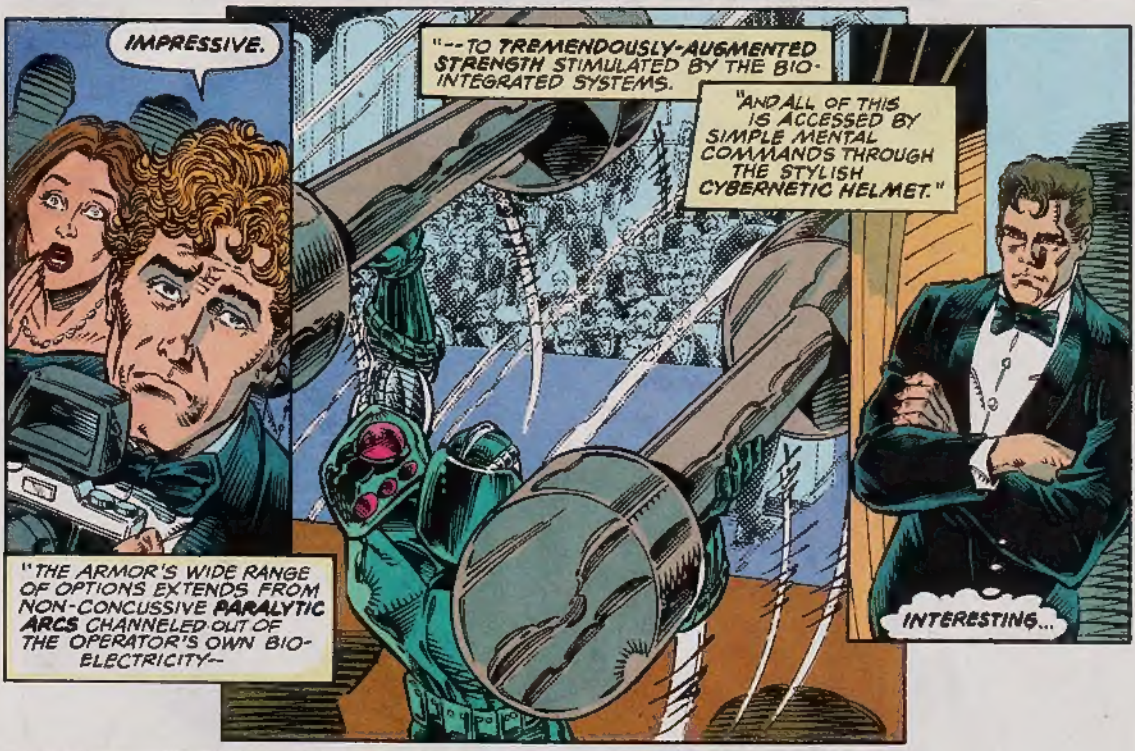
FORGIVE MY MANNERS, MARLA, AND ALLOW ME TO INTRODUCE MY NEW BOSS--
--DR. ASHLEY KAFKA.
HELLO...
ASHLEY--I'D LIKE YOU TO MEET MY RATHER INFAMOUS FATHER, J. JONAH JAMESON... AND HIS WIFE, DR. MARLA MADISON.
WE'VE MET.
I HEARD YOU SPEAK AT THE HOPKINS CONFERENCE LAST YEAR, DR. KAFKA--ASHLEY--
--AND I WAS EXTREMELY IMPRESSED.
I'VE BEEN FOLLOWING YOUR RECENT WORK AS WELL... MARLA.
DON'T LIKE WHAT I JUST HEARD, JOHN...
... NO SON OF MINE IS GOING TO MOLLY-CODDLE DANGEROUS SUPER-PSYCHOS WITH A FRIEND OF THAT BLASTED SPIDER-MAN--
I'M HEAD OF SECURITY, DAD, AND IT WAS MY DECISION TO MAKE.
YOU'RE REFUSING TO DO WHAT'S GOOD FOR YOU OUT OF SPITE, BOY.
HOW MANY TIMES DO I HAVE TO SAY IT, DAD--HOW MANY TIMES DO WE HAVE TO GO THROUGH THIS--
--I DON'T WANT OR NEED YOUR APPROVAL OR YOUR JOB AT THAT TWO-BIT RAG YOU CALL A NEWSPAPER!
JOHN...?
HE DIDN'T MEAN IT, JONAH...
WHILE, OUTSIDE...
WEIRD FLASH OF LIGHT ON THE OTHER SIDE OF THE MUSEUM COULD BE WHAT--OR WHO--I'M LOOKING FOR...

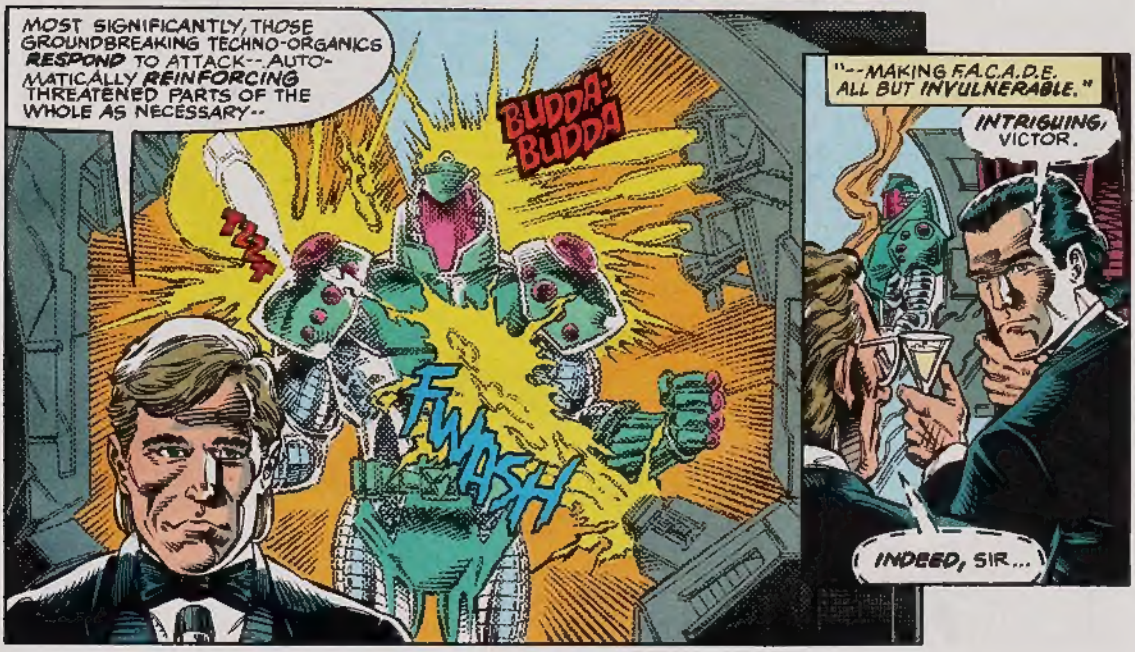
"... SO IT'S TIME TO MOVE IN."
--AND I'M ABSOLUTELY FASCINATED BY ALL YOUR SLEEK HARDWARE, MR. WILSON.
APPRECIATE THE DRINK, MS. HARDY, BUT MY WIFE WILL BE BACK FROM THE POWDER ROOM ANY MOMENT...
...OR I'D BE ONLY TOO HAPPY TO SHOW YOU MY PRIDE AND JOY--
"--THE WORKING-DISPLAY MICRO-FUSION GENERATOR ON THE SECOND FLOOR THAT POWERS THIS ENTIRE MUSEUM."
YOU REALIZE I COULD'VE HANDLED THAT WILSON CHARACTER ON MY OWN, ARCHER...?
I ADMIT TAKING ADVANTAGE OF THE SITUATION TO MAKE YOUR ACQUAINTANCE, BETTY...
...BUT I'M HOPING IT WAS WORTH THE RISK.
ONLY IF YOU'LL AGREE TO AN EXCLUSIVE INTERVIEW WITH ME ABOUT YOUR COMPANY'S INTERESTS HERE BEFORE--
EXCUSE ME, SIR...
...THE DEMONSTRATION IS ABOUT TO BEGIN DOWNSTAIRS.
EVERYBODY TELLS ME YOU'RE THE GENIUS BEHIND THE SCENES HERE--
IT'S TRULY BEEN A PLEASURE, MS. BRANT...
...I LOOK FORWARD TO SEEING YOUR WORK IN THE BUGLE.
AND YOU WILL, MR. BRYCE...

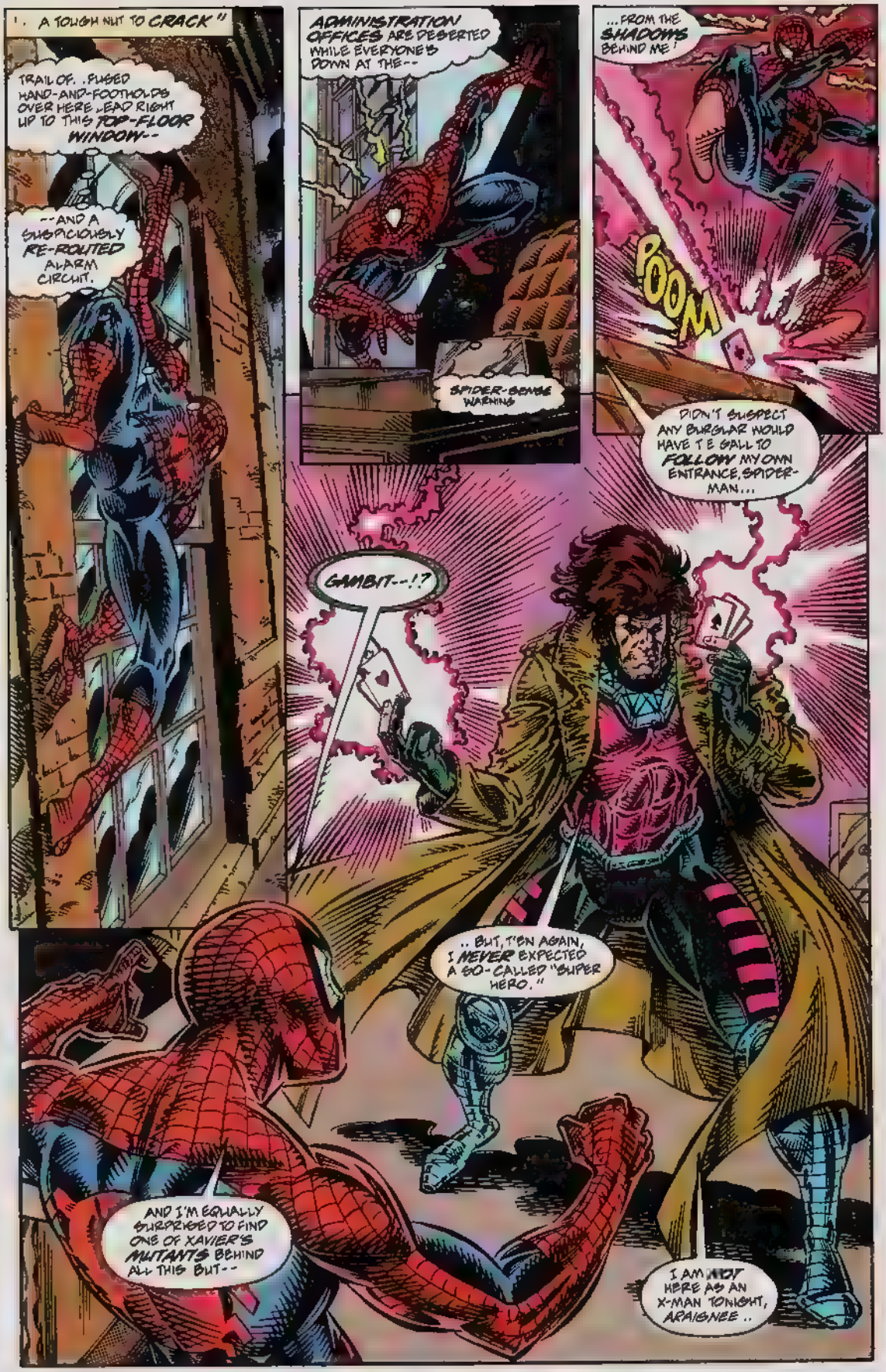

"...BUT YOU SHOULD BE CAREFUL WHAT YOU WISH FOR."
I'M BEGGING YOU, MR. JAMESON--
--TAKE THIS COOPER HOUND OFF MY TAIL FOR A FEW MINUTES TONIGHT, FOR AMY'S SAKE.
IF YOU CAN'T FOLLOW ORDERS, BANNON, YOU'RE NO GOOD TO THE BUGLE OR--
LANCE...!
JONAH...?
BNG
I HOPE WE'RE TALKING A BIG PAY RAISE HERE, AT LEAST--
THAT'S IT!
JUST DO YOUR JOB-- TAKE YOUR PICTURES FOR BRANT'S ARTICLE--
--AND STAY OUT OF MY FACE!
SAY "CHEESE"...
I WAS JUST TRYING TO LIGHTEN THE MOOD A LITTLE, BOSS...
YOU PUSHED YOUR LUCK TOO FAR AGAIN, LANCE.
MARLA...?
GONE AHEAD WITHOUT ME.
AND BANNON DIDN'T EVEN DESERVE THAT OUTBURST...
"...BUT HE'S AN EASIER TARGET THAN MY SON."
CAN'T STAND THE WAY DAD ACTS AROUND ME...
...BUT I REALLY HATE THE WAY I REACT AROUND HIM.
JOHN--?
NOT IN THE MOOD FOR THE GOOD DOCTOR'S CONCERN RIGHT NOW, EITHER--

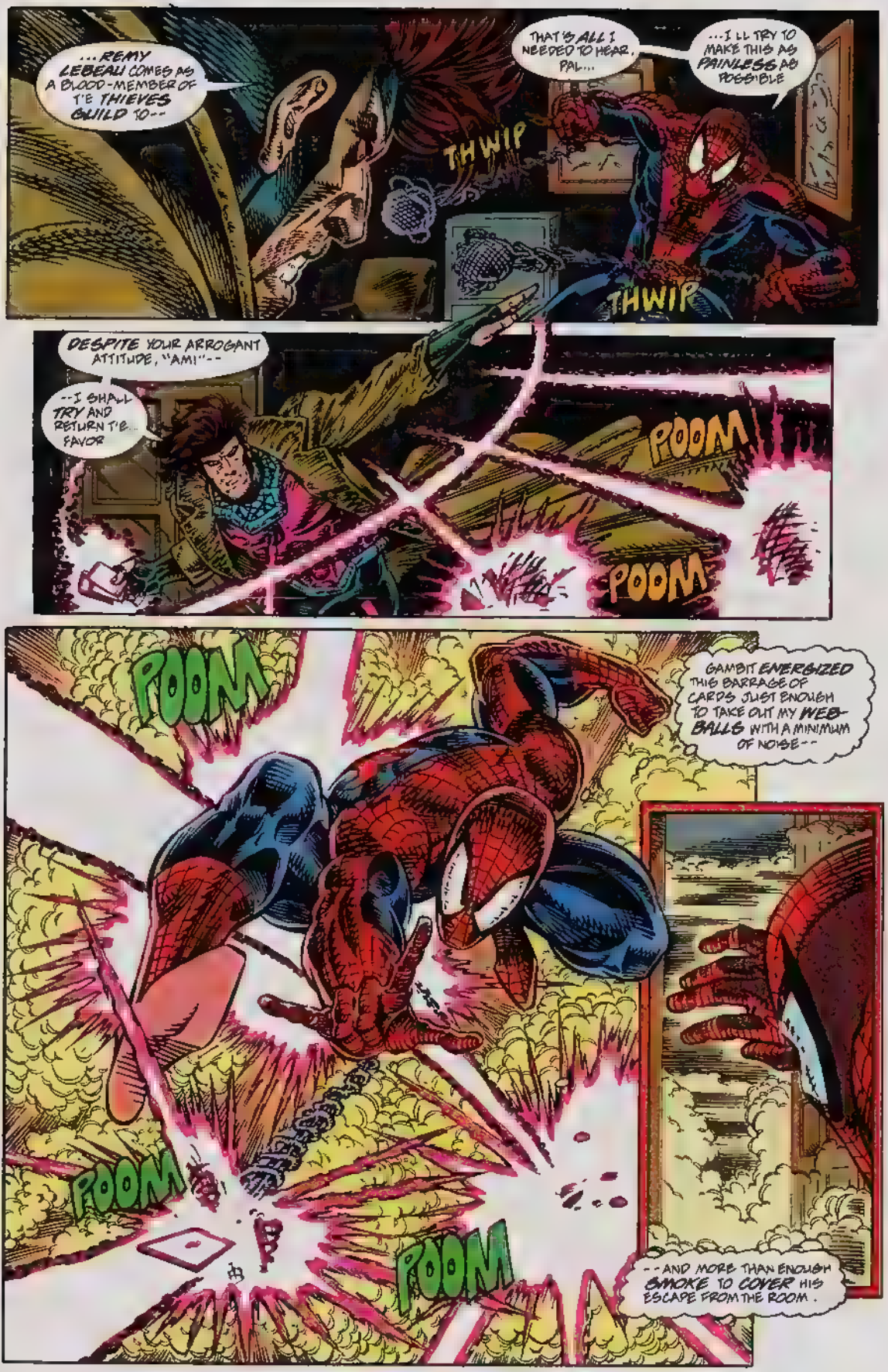

"-- SO I'LL JUST LOSE MYSELF IN THE CROWDS AT THE DEMO."
PLEASE TAKE YOUR SEATS BEFORE WE DIM THE LIGHTS, LADIES AND GENTLEMEN.
MY NAME IS DR. THOMAS HANEY, AND I'D LIKE TO THANK YOU ALL ONCE AGAIN FOR JOINING US HERE THIS EVENING...
...FOR THE UNVEILING OF MORELLE PHARMACEUTICALS' REVOLUTIONARY NEW BREAKTHROUGH IN BIO-CIRCUITRY.
OUR LATEST VERSION OF THIS TECHNOLOGY-- PATENT PENDING, OF COURSE-- IS ALREADY CAPABLE OF AUTO-RESPONSE AND SELF-REPLICATION
...WHEN INTEGRATED WITH THE HUMAN BODY.
MORELLE IS CONFIDENT THAT THIS EARLY PUBLIC DISPLAY WILL INSPIRE THE PRIVATE CAPITAL NEEDED TO COMPLETELY PERFECT OUR STILL-EXPERIMENTAL NEO-BIONICS...
...AND TO THAT END, WE BRING YOU F.A.C.A.D.E.-- FULL ACCLIMATION COMBAT AND DEFENSE EXPLO-SKELETON.
ZITZ
THE POWERFUL POTENTIAL OF OUR PRELIMINARY BIO-TECHNOLOGY IS VIRTUALLY UN-LIMITED...
INCREDIBLE.

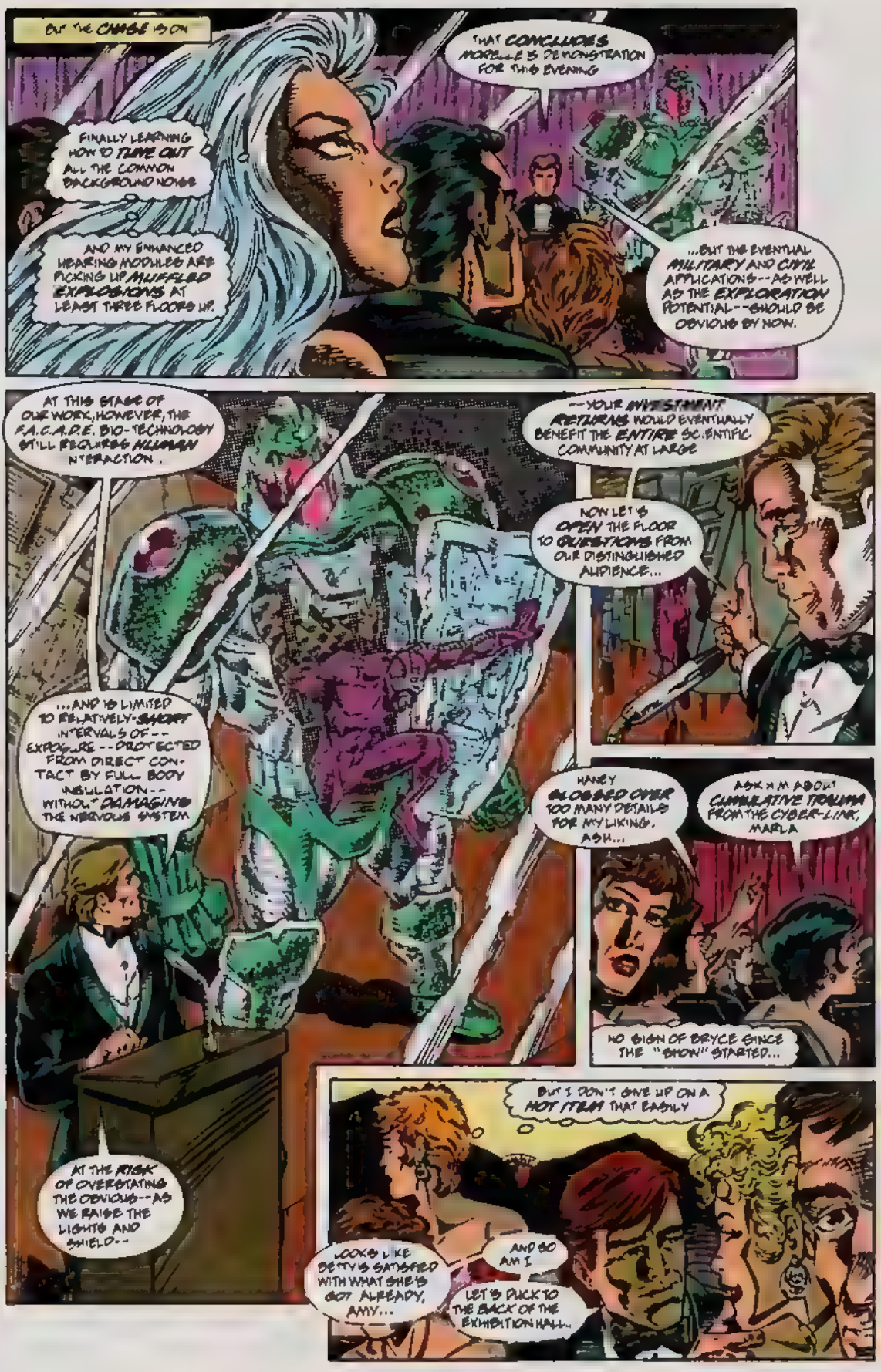

...AS YOU WILL SEE FROM BEHIND THE SAFETY OF OUR PLEXIGLASS SHIELDING.


IMPRESSIVE.
"--TO TREMENDOUSLY-AUGMENTED STRENGTH STIMULATED BY THE BIO-INTEGRATED SYSTEMS.
"AND ALL OF THIS IS ACCESSED BY SIMPLE MENTAL COMMANDS THROUGH THE STYLISH CYBERNETIC HELMET."
"THE ARMOR'S WIDE RANGE OF OPTIONS EXTENDS FROM NON-CONCUSSIVE PARALYTIC ARCS CHANNELED OUT OF THE OPERATOR'S OWN BIO-ELECTRICITY--
INTERESTING...


MOST SIGNIFICANTLY, THOSE GROUNDBREAKING TECHNO-ORGANICS RESPOND TO ATTACK--AUTO-MATICALLY REINFORCING THREATENED PARTS OF THE WHOLE AS NECESSARY--
BUDDA-BUDDA
FWASH
"--MAKING F.A.C.A.D.E. ALL BUT INVULNERABLE."
INTRIGUING, VICTOR.
INDEED, SIR...

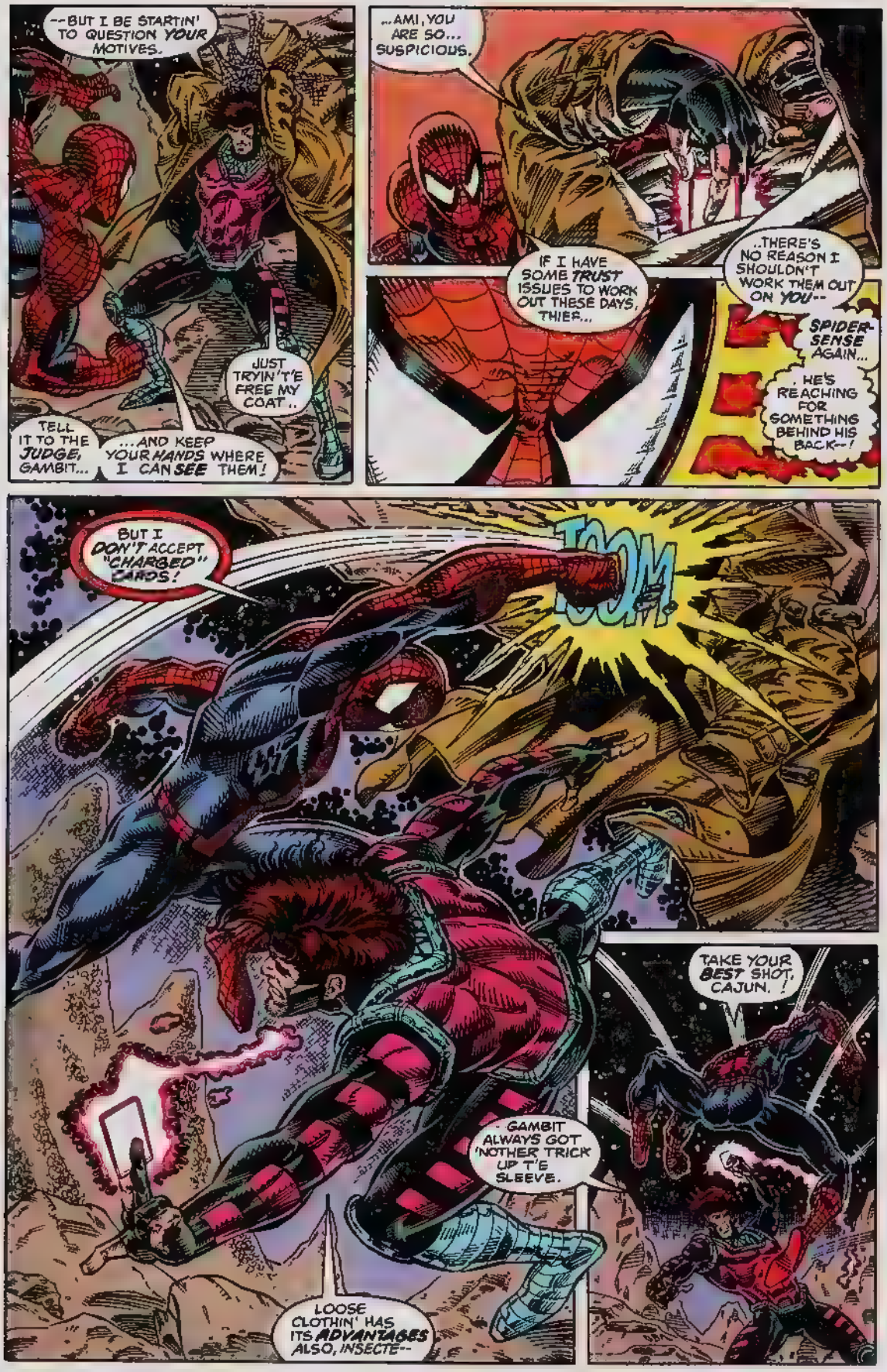

'. A TOUGH NUT TO CRACK"
TRAIL OF. .PLIGED HAND-AND-FOOTHOLDS OVER HERE..EAD RIGHT UP TO THIS TOP-FLOOR WINDOW--
--AND A SUSPICIOUSLY RE-ROUTED ALARM CIRCUIT.
ADMINISTRATION OFFICES ARE DESERTED WHILE EVERYONE'S DOWN AT THE--
SPIDER-SENSE WARNING
...FROM THE SHADOWS BEHIND ME!
BOOM
DIDN'T SUSPECT ANY BURGLAR WOULD HAVE T E GALL TO FOLLOW MY OWN ENTRANCE, SPIDER-MAN...
GAMBIT--!?
.. BUT, T'EN AGAIN, I NEVER EXPECTED A SO-CALLED "SUPER HERO."
AND I'M EQUALLY SURPRISED TO FIND ONE OF XAVIER'S MUTANTS BEHIND ALL THIS BUT--
I AM NOT HERE AS AN X-MAN TONIGHT, ARAIGNEE ..

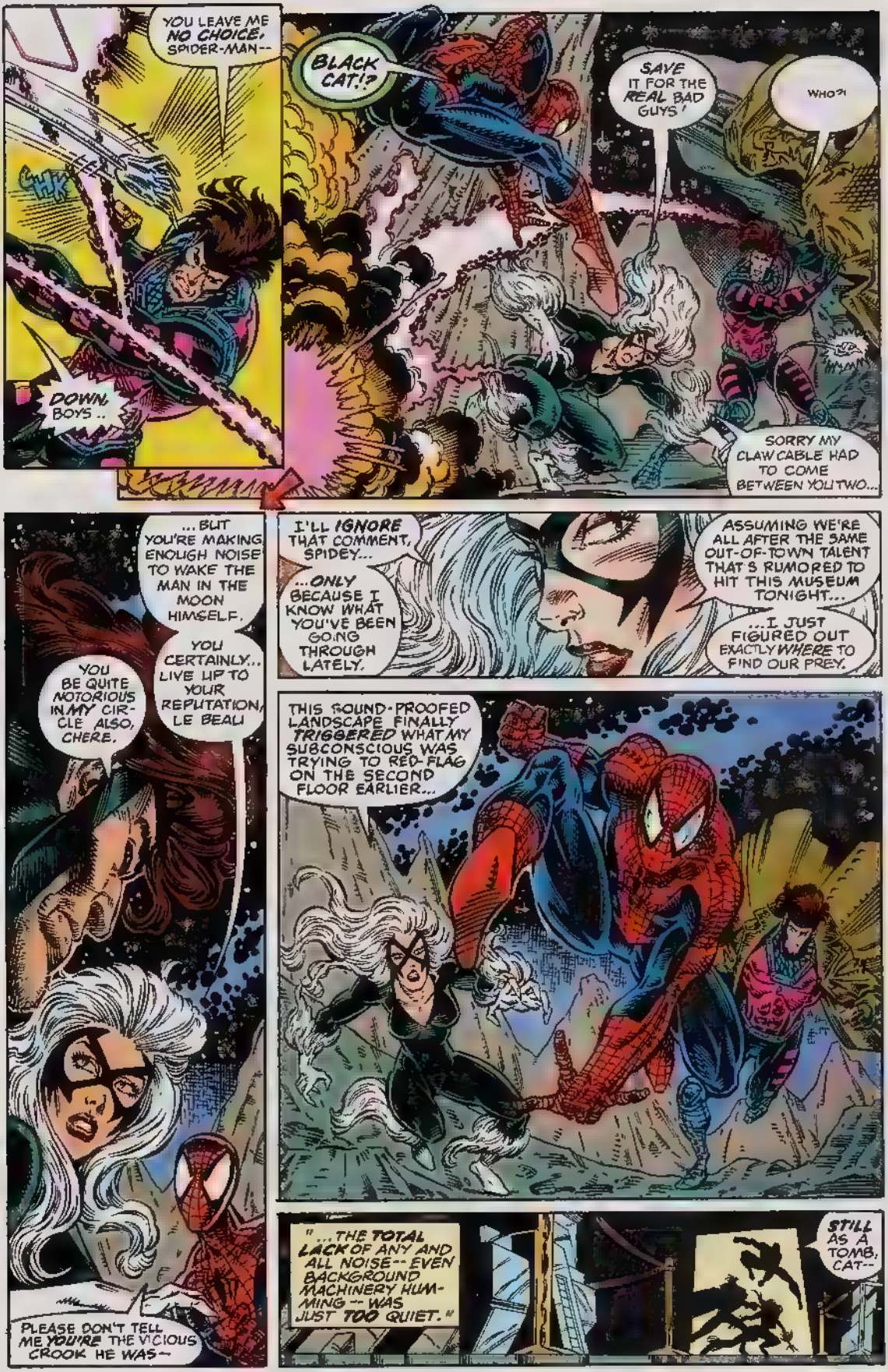

...REMY LEBEAU COMES AS A BLOOD-MEMBER OF T'E THIEVES GUILD TO--
THAT'S ALL I NEEDED TO HEAR, PAL...
...I LL TRY TO MAKE THIS AS PAINLESS AS POSSIBLE
THWIP
THWIP
DESPITE YOUR ARROGANT ATTITUDE, "AM!"--
--I SHALL TRY AND RETURN T'E FAVOR
POOM
POOM
POOM
POOM
POOM
GAMBIT ENERGIZED THIS BARRAGE OF CARDS JUST ENOUGH TO TAKE OUT MY WEB-BALLS WITH A MINIMUM OF NOISE--
--AND MORE THAN ENOUGH SMOKE TO COVER HIS ESCAPE FROM THE ROOM.


BUT THE CHASE IS ON
FINALLY LEARNING HOW TO TUNE OUT ALL THE COMMON BACKGROUND NOISE
AND MY ENHANCED HEARING MODULES ARE PICKING UP MUFFLED EXPLOSIONS AT LEAST THREE FLOORS UP.
THAT CONCLUDES MORELLE'S DEMONSTRATION FOR THIS EVENING
...BUT THE EVENTUAL MILITARY AND CIVIL APPLICATIONS--AS WELL AS THE EXPLORATION POTENTIAL--SHOULD BE OBVIOUS BY NOW.
AT THIS STAGE OF OUR WORK, HOWEVER, THE F.A.C.A.D.E. BIO-TECHNOLOGY STILL REQUIRES HUMAN INTERACTION.
...AND IS LIMITED TO RELATIVELY-SHORT INTERVALS OF-- EXPOSURE--PROTECTED FROM DIRECT CONTACT BY FULL BODY INSULATION-- WITHOUT DAMAGING THE NERVOUS SYSTEM
AT THE RISK OF OVERSTATING THE OBVIOUS--AS WE RAISE THE LIGHTS AND SHIELD--
--YOUR INVESTMENT RETURNS WOULD EVENTUALLY BENEFIT THE ENTIRE SCIENTIFIC COMMUNITY AT LARGE
NOW LET'S OPEN THE FLOOR TO QUESTIONS FROM OUR DISTINGUISHED AUDIENCE...
HANEY GLOSSED OVER TOO MANY DETAILS FOR MY LIKING. ASH...
ASK H M ABOUT CUMULATIVE TRAUMA FROM THE CYBER-LINK, MARLA
NO SIGN OF BRYCE SINCE THE "SHOW" STARTED...
BUT I DON'T GIVE UP ON A HOT ITEM THAT EASILY
LOOKS LIKE BETTY'S SATISFIED WITH WHAT SHE'S GOT ALREADY, AMY...
AND SO AM I
LET'S DUCK TO THE BACK OF THE EXHIBITION HALL..

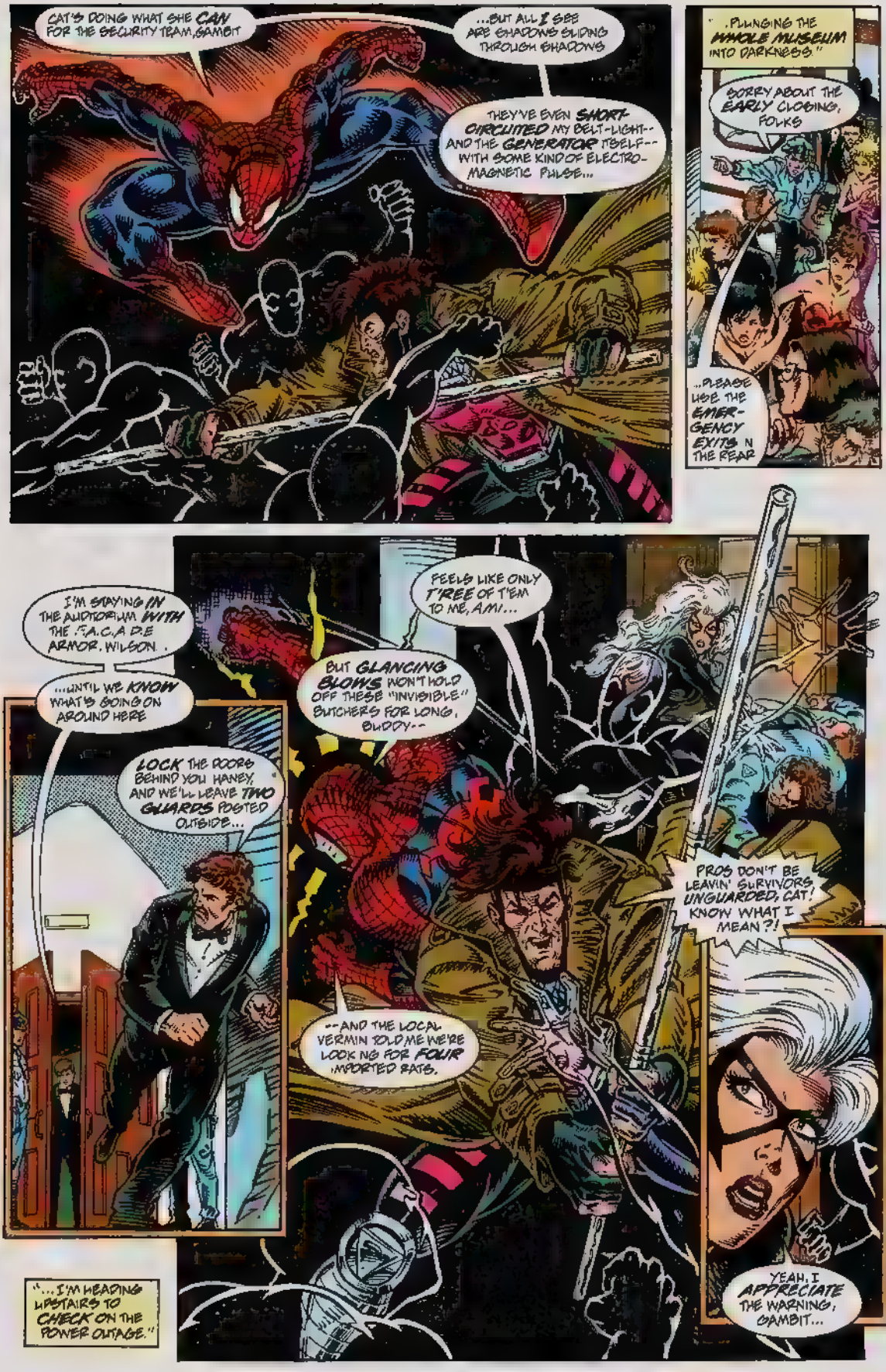
..WHILE COOPER'S STILL UP FRONT SOMEWHERE TALKING ANTI-CLIMACTIC PICTURES THAT WILL NEVER SEE PRINT.
A STORAGE CLOSET--!?
JUST CAN'T HOLD OUT ANY MORE, AMY.
...WHOOPS-- I MEAN, I WAS GOING TO DO THIS AFTER THE PARTY... OVER A ROMANTIC CANDLELIT DINNER AND ALL.. BUT--
BLINK
YES, LANCE...
I'D LOVE TO MARRY YOU!
"WITH A FEW MODIFICATIONS TO FELICIA HARDY'S SPECIALLY DESIGNED WARDROBE--
--PERFORATED IN ALL THE RIGHT PLACES FOR EVERY OCCASION--
--AND THE ADDITION OF THE TINKERER'S NIGHT-VISION CONTACT LENSES...
...THE BLACK CAT STALKS THE NIGHT!

IF I CAN SNEAK UP THESE BACK STAIRS BEFORE--
WAIT--
--SOMETHING ODD BEHIND THAT DOOR!?
A GOOD THIEF LEARNS TO TRUST HER INSTINCTS, BUT I DON'T HEAR ANYTHING THAT--
POOM
I KNEW THE BLASTS WERE COMING FROM A HIGHER FLOOR...
...BUT MY CLAW-CABLE WILL MAKE UP FOR LOST TIME--
"--AND I'LL INTERCEPT OUR MYSTERY GUESTS ON THE THIRD FLOOR."
GIVE IT UP, GAMBIT...
...I CAN DODGE YOUR MUTANT FIREWORKS ALL NIGHT.
THE PROPORTIONATE STRENGTH AND SPEED OF A SPIDER AIN'T JUST HYPE...
...AND YOUR OVER-SIZED TRENCH COAT LOOK HAS DISTINCT DISADVANTAGES!
THWIP
RELEASE ME NOW, SPIDER-MAN!
I'M HERE OUT OF A SENSE OF FAMILIAL DUTY-- TO INSURE T'AT MY PEOPLE ARE NOT INVOLVED IN A SPATE OF VIOLENT ROBBERIES I BEEN TRACKIN' FROM NEW ORLEANS--


--BUT I BE STARTIN' TO QUESTION YOUR MOTIVES.
JUST TRYIN'T'E FREE MY COAT..
TELL IT TO THE JUDGE, GAMBIT...
...AND KEEP YOUR HANDS WHERE I CAN SEE THEM!
...AMI, YOU ARE SO... SUSPICIOUS.
IF I HAVE SOME TRUST ISSUES TO WORK OUT THESE DAYS, THIEF...
..THERE'S NO REASON I SHOULDN'T WORK THEM OUT ON YOU--
SPIDER-SENSE AGAIN...
..HE'S REACHING FOR SOMETHING BEHIND HIS BACK--!
BUT I DON'T ACCEPT "CHARGED" CARDS!
TOOM
TAKE YOUR BEST SHOT, CAJUN.!
GAMBIT ALWAYS GOT 'NOTHER TRICK UP T'E SLEEVE.
LOOSE CLOTHIN' HAS ITS ADVANTAGES ALSO, INSECTE--


YOU LEAVE ME NO CHOICE, SPIDER-MAN--
SHK
DOWN, BOYS ..
BLACK CAT!?
SAVE IT FOR THE REAL BAD GUYS!
WHO?!
SORRY MY CLAW CABLE HAD TO COME BETWEEN YOU TWO...
I'LL IGNORE THAT COMMENT, SPIDEY...
...ONLY BECAUSE I KNOW WHAT YOU'VE BEEN GOING THROUGH LATELY.
ASSUMING WE'RE ALL AFTER THE SAME OUT-OF-TOWN TALENT THAT'S RUMORED TO HIT THIS MUSEUM TONIGHT...
...I JUST FIGURED OUT EXACTLY WHERE TO FIND OUR PREY.
...BUT YOU'RE MAKING ENOUGH NOISE TO WAKE THE MAN IN THE MOON HIMSELF.
YOU CERTAINLY... LIVE UP TO YOUR REPUTATION, LE BEAU!
YOU BE QUITE NOTORIOUS IN MY CIR-CLE ALSO, CHERE.
PLEASE DON'T TELL ME YOU'RE THE VICIOUS CROOK HE WAS--
THIS SOUND-PROOFED LANDSCAPE FINALLY TRIGGERED WHAT MY SUBCONSCIOUS WAS TRYING TO RED-FLAG ON THE SECOND FLOOR EARLIER...
"...THE TOTAL LACK OF ANY AND ALL NOISE -- EVEN BACKGROUND MACHINERY HUM-MING -- WAS JUST TOO QUIET."
STILL AS A TOMB, CAT--

--BUT SOMETHING IS DEFINITELY... WRONG.
THERE WERE THREE RENT A-COPS HERE DURING THE PARTY...
T'S GENERATOR IS T'E ONLY POSSIBLE TARGET ON T'E FLOOR--
MICRO-FUSION'S NOT THE SOURCE OF TROUBLE, GAMBIT...
...AS LONG AS YOU AVOID ANY PERSONAL POWER SURGES IN THE IMMEDIATE VICINITY.
I HAVE OTHER... RESOURCES TO RELY ON, SPIDER-MAN.
MOTION-SENSITIVE FILAMENTS IN MY MASK ARE POINTING STRAIGHT TO--
--THE CLOSET!?
KAPOW
" ..THE SILENCERS ARE AMONG US! "
THESE GUARDS HAVE BEEN BRUTALLY BEATEN!
I WAS AFRAID OF THIS..
ARRET!


CAT'S DOING WHAT SHE CAN FOR THE SECURITY TEAM, GAMBIT
...BUT ALL I SEE ARE SHADOWS SLIDING THROUGH SHADOWS
THEY'VE EVEN SHORT-CIRCUITED MY BELT-LIGHT--AND THE GENERATOR ITSELF--WITH SOME KIND OF ELECTRO-MAGNETIC PULSE...
"...PLUNGING THE WHOLE MUSEUM INTO DARKNESS."
SORRY ABOUT THE EARLY CLOSING, FOLKS
...PLEASE USE THE EMERGENCY EXITS IN THE REAR
I'M STAYING IN THE AUDITORIUM WITH THE T.A.C.A.D.E. ARMOR, WILSON.
...UNTIL WE KNOW WHAT'S GOING ON AROUND HERE
LOCK THE DOORS BEHIND YOU HANEY, AND WE'LL LEAVE TWO GUARDS POSTED OUTSIDE...
FEELS LIKE ONLY T'REE OF T'EM TO ME, AMI...
BUT GLANCING BLOWS WON'T HOLD OFF THESE "INVISIBLE" BUTCHERS FOR LONG, BUDDY--
--AND THE LOCAL VERMIN TOLD ME WE'RE LOOKING FOR FOUR IMPORTED RATS.
PROS DON'T BE LEAVIN' SURVIVORS UNGUARDED, CAT! KNOW WHAT I MEAN?!
YEAH, I APPRECIATE THE WARNING, GAMBIT...
"...I'M HEADING UPSTAIRS TO CHECK ON THE POWER OUTAGE."

BULLPEN MARVEL COMICS BULLETINS

STAN'S SOAPBOX

A Message to Marveldom.

Jack Kirby is no longer with us.

Though the man is gone, his memory and his incredible body of work live on. Much has been said and written about his talent, his imagination, his inimitable art style, the seeming miracles he could perform on a sheet of illustration board with nothing more than a simple pencil and his own God-given genius.

But there is one thing more that must be mentioned.

Jack was more than a most brilliant artist. He performed another function which will forever enshrine him in the hearts of those who followed. His work served as the quintessential model for virtually every artist who aspired to draw adventure comics. His was the ultimate template for how a suspenseful, thrill-packed story should be presented. Whenever a problem arose which had to do with perspective, composition, anatomy, foreshortening, posturing or costuming, Jack's own panels were the inevitable point of reference.

Time and again I can remember telling new artists who had joined our bullpen, "No, no! Your character's pose doesn't look heroic enough. Take a look at Kirby's Captain America — that's the way a hero strides into a room."

Or, "This scene you've drawn of the hero being attacked by a band of villains is okay, but it's not spectacular enough. Get yourself a copy of THOR and notice how Jack depicted the invasion of Asgard by Loki's legion of demons and trolls."

Or, "Hey, you really must have knocked yourself out drawing this page. You've got everything in it but the kitchen sink. However, it looks too busy, too complicated, too confusing. Grab one of Jack's FANTASTIC FOUR pages and you'll see that, even when he draws Galactus attacking an entire planet with a zillion counter-attacking space ships filling the sky, the scene is crystal clear. Notice how Jack manages to get you understand what's happening at a glance."

Indeed, no matter what artistic problem presented itself, the solution could usually be found in Jack's own unforgettable illustrations.

There is so much more to be said about this acknowledged master of the comic book medium, but for now let me simply end with a thought that keeps spinning 'round in my head...

Jack Kirby, that peerless depicter of countless legends, has now taken his rightful place in history's pantheon of heroes. For you see, from this day forth... he too is a legend.

Excelsior!

Stan

Stan Lee

JACK KIRBY (1917 - 1994)

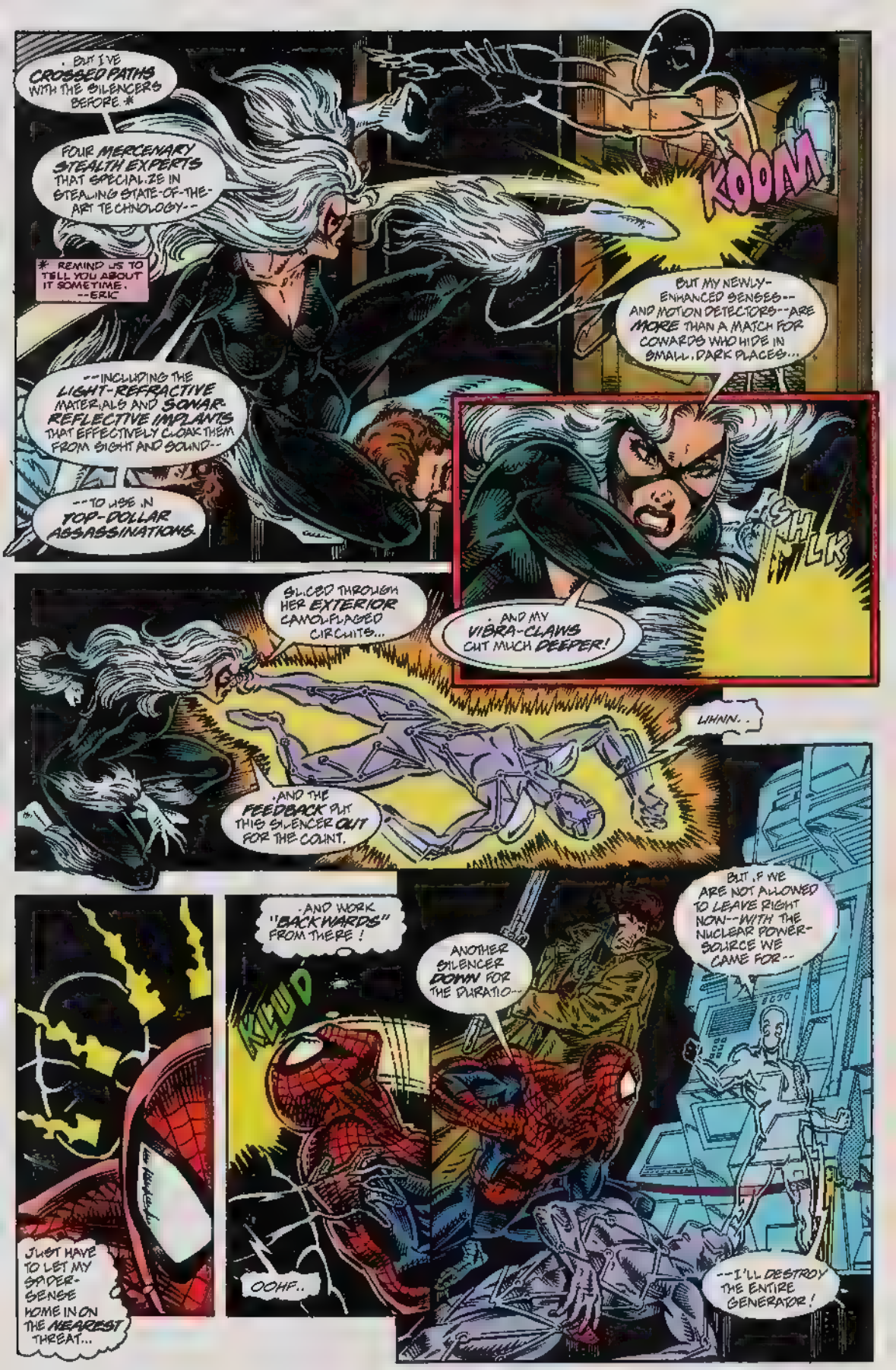
NOW ON SALE

- ☐ **ADVENTURES OF CYCLOPS & PHOENIX #2 OF 4:** It's time to face **Apocalypse** now! By Lobdell/Ha/Vey!
- ☐ **AMAZING SPIDER-MAN ASHCAN:** 16-page mini comic with Spidey's origin.
- ☐ **CABLE #12:** Cable is seeing red. **Omega Red,** that is! By Nicieza/Wyman!
- ☐ **CAPTAIN AMERICA #428:** Meet the future of law enforcement, **Americop!** By Gruenwald, Hoover, Bulanadi!
- ☐ **CONAN SAGA #87:** Conan and **Belit** play match-breakers for a sea god and a mortal woman! By Thomas, Buscema, Chan.
- ☐ **DAREDEVIL #329: Gambit** and **Captain America** go out on a limb for DD. By Chichester, M. Danis, Collazo.
- ☐ **DARKHAWK #40:** Ocsh wants to destroy all Darkhawks. By Fingeroth/Smith, Akin.
- ☐ **FORCE WORKS #4:** A new member is forced to work on the team! By Abnett & Lanning, Tenney/Garcia!
- ☐ **GROO THE WANDERER #113:** Groo gets 3 wishes. Let's see, cheese dip, mulch... By Evanier, Aragones!
- ☐ **INCREDIBLE HULK ASHCAN:** 16-page mini-preview of the wedding of Rick and Marlo.
- ☐ **NAMOR #51:** Namor makes waves with Attuma's daughter, **Andromeda!** By Herding, Isherwood.
- ☐ **PINHEAD #7:** Pinhead the bounty hunter — he'll bring 'em back in pieces. By Chichester & Saltzgaber/Carrasco Jr./Villagran.
- ☐ **REN & STIMPY #19:** Ren & Stimpy have turned invisible, you eediots. By Sloft/Kazaleh!
- ☐ **SPIDER-MAN #46:** Get set for gobbie goodies as **Hobgoblin** stalks **Demogoblin!** By Mackie, Lyle/Hanna!
- ☐ **SPIDER-MAN 2099 #20:** Spidey wants to pull the plug on **Discord!** By David/Leonardi, Williamson.
- ☐ **SPIDER-MAN CLASSICS #15:** The **Green Goblin.** The **Enforcers.** The **Hulk.** Hoo boy! By Lee/Ditko!
- ☐ **UNCANNY X-MEN #313:** You'll phreak out at the phrightening secret of the **Phalanx!** By Lobdell/Madureira!
- ☐ **WEB OF SPIDER-MAN #113:** The **Black Cat** is in more trouble than a long tailed cat in a room full of rocking chairs! By Kavanagh/Saviuk/Baskerville!
- ☐ **WEB OF SPIDER-MAN ANNUAL #10:** You'll shriek at the return of **Shriek.** By Kavanagh/Bingham!
- ☐ **X-MEN Trade Paperback: X-CUTIONER'S SONG. Stryfe** strykes out at four combined X teams.

CAPTAIN AMERICA MISTER FANTASTIC SKY MASTERS SILVER SURFER THE FLY THE BEAST MACHINE MAN INVISIBLE GIRL HERCULES PRIVATE EYE STRONG QUICKSILVER GALACTUS AGATHA HARKNESS KANG

THE NEWSBOY LEGION ARDINA THE RECORDER MASTERMIND CRAZY QUILT BLUE DIAMOND TUTINAX BROTHER INQUISITOR FASTBAK THE EXILES RED RAVEN ZABU MANGOG RINGMASTER THE SKRULLS

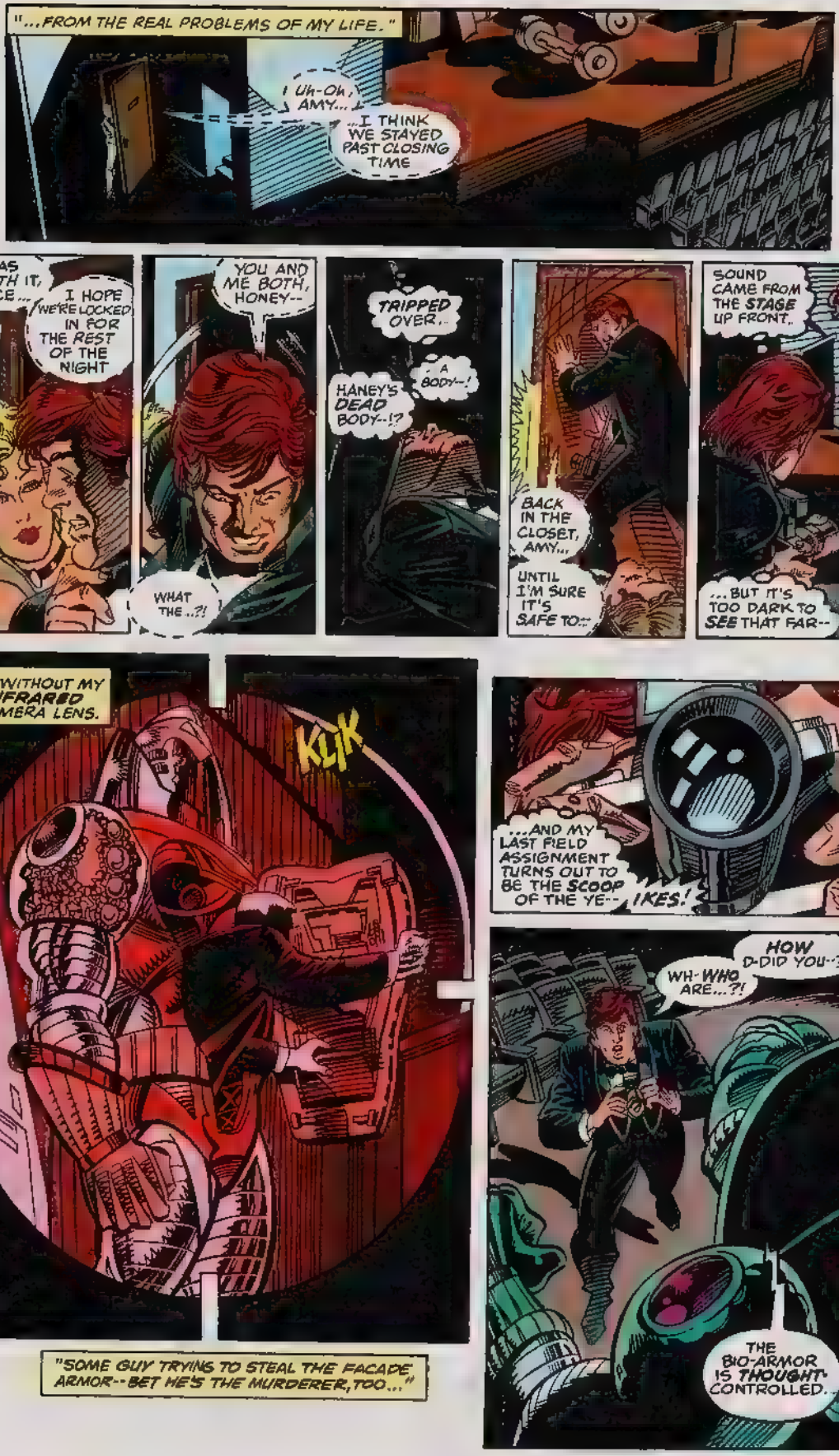
THE UNI-MIND DARKSEID SLEEPERS THE REJECT **THE KIRBY LEGACY** PUPPET MASTER CAPTAIN TERROR HIM TYRANNUS

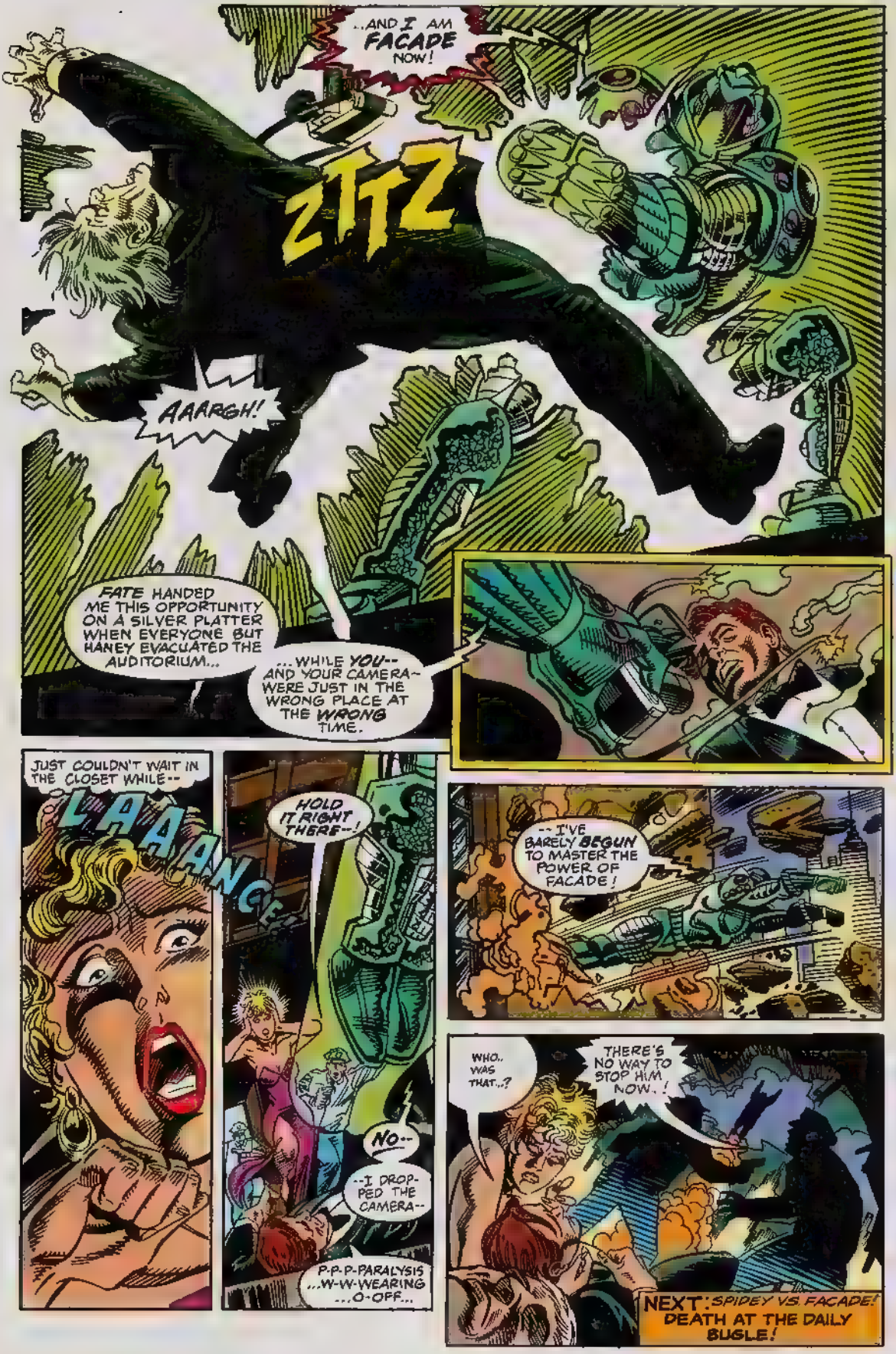

BUT I'VE CROSSED PATHS WITH THE SILENCERS BEFORE.*
FOUR MERCENARY STEALTH EXPERTS THAT SPECIALIZE IN STEALING STATE-OF-THE-ART TECHNOLOGY--
* REMIND US TO TELL YOU ABOUT IT SOMETIME. --ERIC
--INCLUDING THE LIGHT-REFRACTIVE MATERIALS AND SONAR-REFLECTIVE IMPLANTS THAT EFFECTIVELY CLOAK THEM FROM SIGHT AND SOUND--
--TO USE IN TOP-DOLLAR ASSASSINATIONS.
KOOM
BUT MY NEWLY-ENHANCED SENSES--AND MOTION DETECTORS--ARE MORE THAN A MATCH FOR COWARDS WHO HIDE IN SMALL, DARK PLACES...
SHULK
AND MY VIBRA-CLAWS CUT MUCH DEEPER!
SLICED THROUGH HER EXTERIOR CAMOUFLAGED CIRCUITS...
AND THE FEEDBACK PUT THIS SILENCER OUT FOR THE COUNT.
UHHN..
BUT IF WE ARE NOT ALLOWED TO LEAVE RIGHT NOW--WITH THE NUCLEAR POWER-SOURCE WE CAME FOR--
ANOTHER SILENCER DOWN FOR THE DURATIO--
--AND WORK "BACKWARDS" FROM THERE!
KLUD
OOHF..
---I'LL DESTROY THE ENTIRE GENERATOR!
JUST HAVE TO LET MY SPIDER-SENSE HOME IN ON THE NEAREST THREAT...

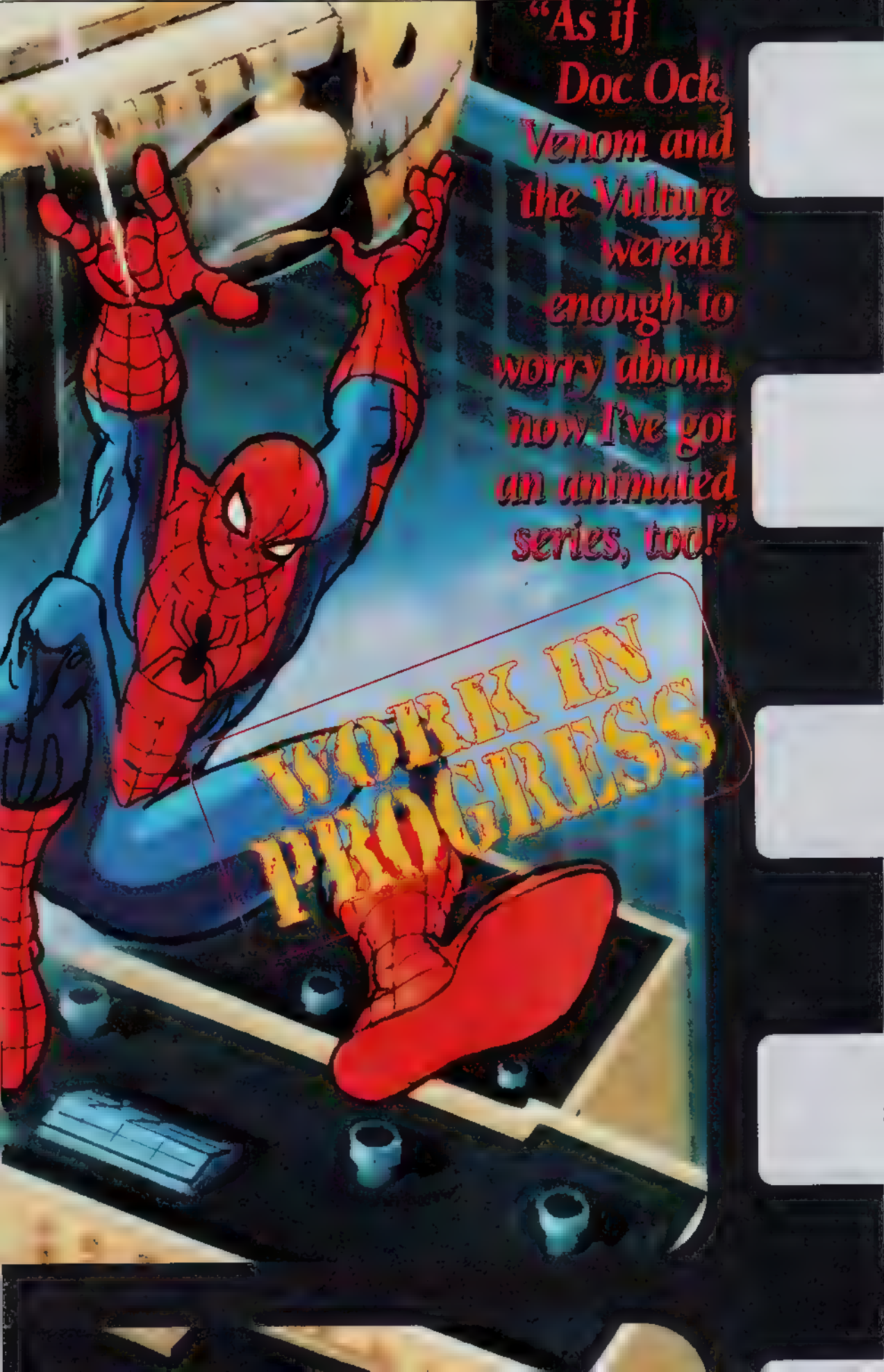
WE CAN'T RISK IT, GAMBIT.
...THE MICRO-FUSION CORE IS RELATIVELY SAFE, BUT ANY GENERATOR EXPLOSION WOULD BE POWERFUL ENOUGH TO DO MAJOR DAMAGE
AND THE EXHIBITION HALL IS RIGHT BELOW THIS ROOM--!
T'IS SILENCER'S VOICE BETRAYS HIS LOCATION, CHATTE
...AND GAMBIT ALWAYS HITS THE MARK!
ZHPOOF
AHRR.
WHO THE--?!
STAY BACK, WILSON.
THE LAST SILENCER IS--
ONLY CONCERNED WITH MY OWN ESCAPE
...EVEN IF I HAVE TO GO OVER THIS FOOL'S DEAD BODY!
UKK
DON'T NEED TO DECIPHER ALL THIS WIRING--
--TO CROSS-POLARIZE THE MOST OBVIOUSLY INCOMPATIBLE CIRCUITRY ON THIS DOWNED SILENCER..

"...AND HOPE FOR A SIMPLE DISRUPTIVE COUNTERPULSE THROUGH THEIR MUTUAL CAMOUFLAGE FIELDS."
WHAT--?!
YOU'RE VISIBLE NOW, PUNK--
--AND VULNERABLE!
WHOK
THE LAST OF THE SILENCERS IS OUT LIKE A LIGHT--!
I'M IMPRESSED, WILSON.!
AND WE ALL DONE HERE FOR T'E NIGHT...
"...'CEPT FOR T'E CLEANIN' UP."
HAVE YOU SEEN JOHN, MARLA?
SORRY, ASH...
...I'VE BEEN LOOKING FOR JONAH SINCE WE EVACUATED THE BUILDING.
DON'T KNOW HOW I COULD'VE MISSED BRYCE'S EXIT...
...UNLESS HE LEFT BEFORE THE WEIRD BLACKOUT THAT--
Oh...
...THIS IS GOING TO BE ONE JUICY STORY!

WILSON MUST HAVE CONTACTED THE AUTHORITIES ALREADY..
...I HEAR SIRENS APPROACHING FROM EVERY DIRECTION
SILENCERS PROB'LY WALKED RIGHT T'ROUGH T'E FRONT DOOR WIT' T'E REST OF T'E INVITED GUESTS
...AND WAITED UNTIL ALL THE PATRONS WERE GATHERED AT THE F.A.C.A.D.E. UNVEILING TO MAKE THEIR MOVE ON THE EXPERIMENTAL GENERATOR.
I DON'T EVEN LIKE TO THINK WHAT THOSE HIGH-PRICED HIT-MEN COULD HAVE DONE WITH A RADIOACTIVE FUSION-CORE IF THEY'D GOTTEN AWAY WITH IT...
THEY DIDN'T.
YOU'VE GOT TO STOP FOCUSING ON ALL THE NEGATIVE--
NEED A LIFT ANYWHERE, GAMBIT...?
GRATEFUL FOR T'E T'OUGHT, SPIDER-MAN...
...BUT T'E GRACIOUS CHERE MADE A BETTER OFFER.
CHK
YOU KNOW WHERE TO FIND ME, SPIDER...
...IF YOU WANT TO TALK.
I DON'T REALLY KNOW WHAT I WANT ANYMORE... OR WHOM I NEED TO TALK TO.
THE SILENCERS TURNED OUT TO BE NOTHING MORE THAN A TEMPORARY DISTRACTION..


"...FROM THE REAL PROBLEMS OF MY LIFE."
Uh-Oh, AMY...
...I THINK WE STAYED PAST CLOSING TIME
IT WAS WORTH IT, LANCE...
I HOPE WE'RE LOCKED IN FOR THE REST OF THE NIGHT
YOU AND ME BOTH, HONEY--
WHAT THE..?!
TRIPPED OVER..
A BODY--!
HANEY'S DEAD BODY--!?
BACK IN THE CLOSET, AMY...
UNTIL I'M SURE IT'S SAFE TO...
SOUND CAME FROM THE STAGE UP FRONT..
...BUT IT'S TOO DARK TO SEE THAT FAR--
"--WITHOUT MY INFRARED CAMERA LENS.
KLIK
...AND MY LAST FIELD ASSIGNMENT TURNS OUT TO BE THE SCOOP OF THE YE--
IKES!
HOW D-DID YOU--?!
WH-WHO ARE...?!
THE BIO-ARMOR IS THOUGHT-CONTROLLED..
"SOME GUY TRYING TO STEAL THE FACADE ARMOR--BET HE'S THE MURDERER, TOO..."


...AND I AM FACADE NOW!
ZTTZ
AAARGH!
FATE HANDED ME THIS OPPORTUNITY ON A SILVER PLATTER WHEN EVERYONE BUT HANEY EVACUATED THE AUDITORIUM...
...WHILE YOU-- AND YOUR CAMERA-- WERE JUST IN THE WRONG PLACE AT THE WRONG TIME.
JUST COULDN'T WAIT IN THE CLOSET WHILE--
LAAANCE
HOLD IT RIGHT THERE--!
NO--
--I DROPPED THE CAMERA--
P-P-P-PARALYSIS ...W-W-WEARING ...O-OFF...
--I'VE BARELY BEGUN TO MASTER THE POWER OF FACADE!
WHO.. WAS THAT..?
THERE'S NO WAY TO STOP HIM NOW..!
NEXT: SPIDEY VS. FACADE! DEATH AT THE DAILY BUGLE!


"As if Doc Ock, Venom and the Vulture weren't enough to worry about, now I've got an animated series, too!"
WORK IN PROGRESS

"It's like I'm in some sort of weird
Feels like New York. Sounds like
But it doesn't smell

alternate reality. It looks like New York.
New York.
like New York.

"...Thank goodness for small favors."

Dennis Venizelos (Art Director), John Semper, Stan Lee, Bob Richardson (Supervising Producers)

"We want to blow open the animated tube's conventional image boundaries, propelling our hero and audience above the dizzying New York skyline and into the third dimension through new, computer-generated special effects." —*Spider-Man Supervising Producer Bob Richardson and Art Director Dennis Venizelos*

"Like the X-Men animated series, Spider-Man will run on FOX. Unlike the X-Men, Spider-Man has other challenges... like it's a challenge getting all the places right. The animators want the Wall-crawler swinging across a city-scape that's as authentic and alive as the New York found in a Martin Scorsese film. Just watch out for the vertigo!" —*Spider-Man Supervising Producer Bob Richardson*

Bob Richardson Supervising Producer

"Says here the show begins this fall. I'm not sure I like the sound of 'fall' from this height."

"Hey Stan,
you're right...
is more fun than

John Semper
Producer/Story Editor

"Although Spider-Man will maintain his legendary quick wit in this treatment, the primary emphasis will be on serious-minded drama." —*John Semper, Spider-Man Producer and Story Editor*

this animation hero stuff hobnobbin' with the Hobgoblin!"

Stan Lee, 'nuff said!

"We're trying to take as many qualities as possible from the Spider-Man books and put them in the show. That, of course, includes the angst, the humor... everything that we might do here is in the comic book itself." —*Stan Lee, Creator of Spider-Man*

Dennis Venizelos
Art Director

"Who do these producers think they
to the whole world?!

"Well, okay...
as long as it's just between me and
a few million close personal friends."

John Cawley
Studio Production Manager

"Peter Parker has always been kind of an introspective, angst-ridden character, and we're definitely going to delve into that." —*John Semper, Spider-Man Producer and Story Editor*

"This is really the first time that we have *total control* over a show... of the stories... the attitude... art... and the visuals." —*Stan Lee, Producer and Creator of Spider-Man*

Virginia Roth
Script Coordinator

are, revealing my secret identity

"I was going to ask
out of the series,
Hey!

the show's producers to write Jonah Jameson but then I remembered...

This guy signs my checks!"

Hank Tucker
Storyboard Supervisor

"For lack of a better term, we're going to be doing a little bit of a soap opera. When Spider-Man gets up into the sky and he's fighting these super villains, he's not doing anything that any other hero hasn't already done. What makes it unique is that he also brings with him the problems created down below when he was plain old Peter Parker. All of those romances, all of those disappointments and frustrations, are what make his battles up above interesting." *—John Semper, Spider-Man Producer and Story Editor*

Wayne Schulz,
Production Design

Larry Kim
Background Design Artist

"Here's Hobogoblin, one of my worst enemies! Come to think of it... does anybody have a 'best enemy'?!"

Jim McLean
Storyboard Artist

"We first want to concentrate on defining Spider-Man, his world and his many foes. The storylines will feature a college-age Peter Parker, and will condense the comic's history so that the character is accessable to everyone, from neophytes to long-time devotees hungry for a bit of nostalgia." *—John Semper, Spider-Man Producer and Story Editor*

Del Barras
Storyboard Artist

"Look at this!
It's every villain in the book.
Next, they'll be stealin' bad guys
from the X-Men show.
Yikes!"

Alyn Conley
Color Key Artist

"Just imagine squaring off against the likes of the Green Goblin, Doc Ock, the Scorpion, the Lizard, Kraven, Mysterio and the Hobgoblin. Each of these villains is slated for the web-slinger's television rogues' gallery, with a multi-part adaptation of the classic Stan Lee-Gil Kane Goblin saga already in the works. And then there's Venom..." *—John Semper, Spider-Man Producer and Story Editor.*

Jason So
Storyboard Artist

Without photos:

Pete Avanzino
Storyboard Artist

Vladimir Spasojevic
Background Designer

Jeff Snow
Character Design Artist

Albert L. Ortega
Photographer

Anna Harper
Photographer (Avi Arad)

Kingpin! Lizard! Why so grim? We're gonna be on TV?!

Avi Arad
President and CEO
of Marvel Films

"Properties like Marvel's are such incredible treasures, if you will. We should control them ourselves." —*Avi Arad*

"Spider-Man has never stopped being revolutionary in comics. This should be animation that's more exciting and dynamic than anybody's ever done before. This should be Spider-Man for the 21st century." —*Danny Fingeroth*

Danny Fingeroth,
Spider-Man Group Editor,
Spider-Man Animated
Series Consultant

SPIDER-MAN
There's even more on the making of the Spider-Man® cartoon this month in...
MARVEL Age
#137
...with exclusive behind-the-scenes interviews, photos, and artwork from the television event of the year.
It's on sale in April!
Artwork used is preliminary artwork for the animated series
TM & © 1994 Marvel Entertainment Group, Inc.
All rights reserved

SPIDER-MAN
"As if Doc Ock, Venom and the Vulture weren't enough to worry about, now I've got an animated series, too!"
WORK IN PROGRESS
There's even more on the making of the Spider-Man® cartoon this month in...
MARVEL Age
#137
...with exclusive behind-the-scenes interviews, photos, and artwork from the television event of the year.
It's on sale in April!
A cel artwork used is pre minary artwork for the an mated series
TM & © 1994 Marve Enterta nment Group, Inc.
A rights reserved

"It's like I'm in some sort of weird alternate reality. It looks like New York. Feels like New York. Sounds like New York. But it doesn't smell like New York.

"...Thank goodness for small favors."

Dennis Venizelos (Art Director), John Semper, Stan Lee, Bob Richardson (Supervising Producers).

"We want to blow open the animated tube's conventional image boundaries, propelling our hero and audience above the dizzying New York skyline and into the third dimension through new, computer-generated special effects." *—Spider-Man Supervising Producer Bob Richardson and Art Director Dennis Venizelos*

"Like the X-Men animated series, Spider-Man will run on FOX. Unlike the X-Men, Spider-Man has other challenges... like it's a challenge getting all the places right. The animators want the Wall-crawler swinging across a city-scape that's as authentic and alive as the New York found in a Martin Scorsese film. Just watch out for the vertigo!" *—Spider-Man Supervising Producer Bob Richardson*

Bob Richardson Supervising Producer

"Says here the show begins this fall. I'm not sure I like the sound of 'fall' from this height."

John Semper
Producer/Story Editor

"Although Spider-Man will maintain his legendary quick wit in this treatment, the primary emphasis will be on serious-minded drama." *—John Semper, Spider-Man Producer and Story Editor*

"Hey Stan, you're right... this animation hero stuff is more fun than hobnobbin' with the Hobgoblin!"

Stan Lee, 'nuff said!

"We're trying to take as many qualities as possible from the Spider-Man books and put them in the show. That, of course, includes the angst, the humor... everything that we might do here is in the comic book itself." *—Stan Lee, Creator of Spider-Man*

Dennis Venizelos
Art Director

"Who do these producers think they are, revealing my secret identity to the whole world?!

"Well, okay... as long as it's just between me and a few million close personal friends."

John Cawley
Studio Production Manager

"Peter Parker has always been kind of an introspective, angst-ridden character, and we're definitely going to delve into that." —*John Semper, Spider-Man Producer and Story Editor*

"This is really the first time that we have *total control* over a show... of the stories... the attitude... art... and the visuals." —*Stan Lee, Producer and Creator of Spider-Man*

Virginia Roth
Script Coordinator

"I was going to ask the show's producers to write Jonah Jameson out of the series, but then I remembered... Hey! This guy signs my checks!"

Hank Tucker
Storyboard Supervisor

"For lack of a better term, we're going to be doing a little bit of a soap opera. When Spider-Man gets up into the sky and he's fighting these super villains, he's not doing anything that any other hero hasn't already done. What makes it unique is that he also brings with him the problems created down below when he was plain old Peter Parker. All of those romances, all of those disappointments and frustrations, are what make his battles up above interesting." *—John Semper, Spider-Man Producer and Story Editor*

Wayne Schulz
Production Design

Larry Kim
Background Design Artist

"Here's Hobogoblin, one of my worst enemies! Come to think of it... does anybody have a 'best enemy'?!"

Jim McLean
Storyboard Artist

"We first want to concentrate on defining Spider-Man, his world and his many foes. The storylines will feature a college-age Peter Parker, and will condense the comic's history so that the character is accessable to everyone, from neophytes to long-time devotees hungry for a bit of nostalgia." *—John Semper, Spider-Man Producer and Story Editor*

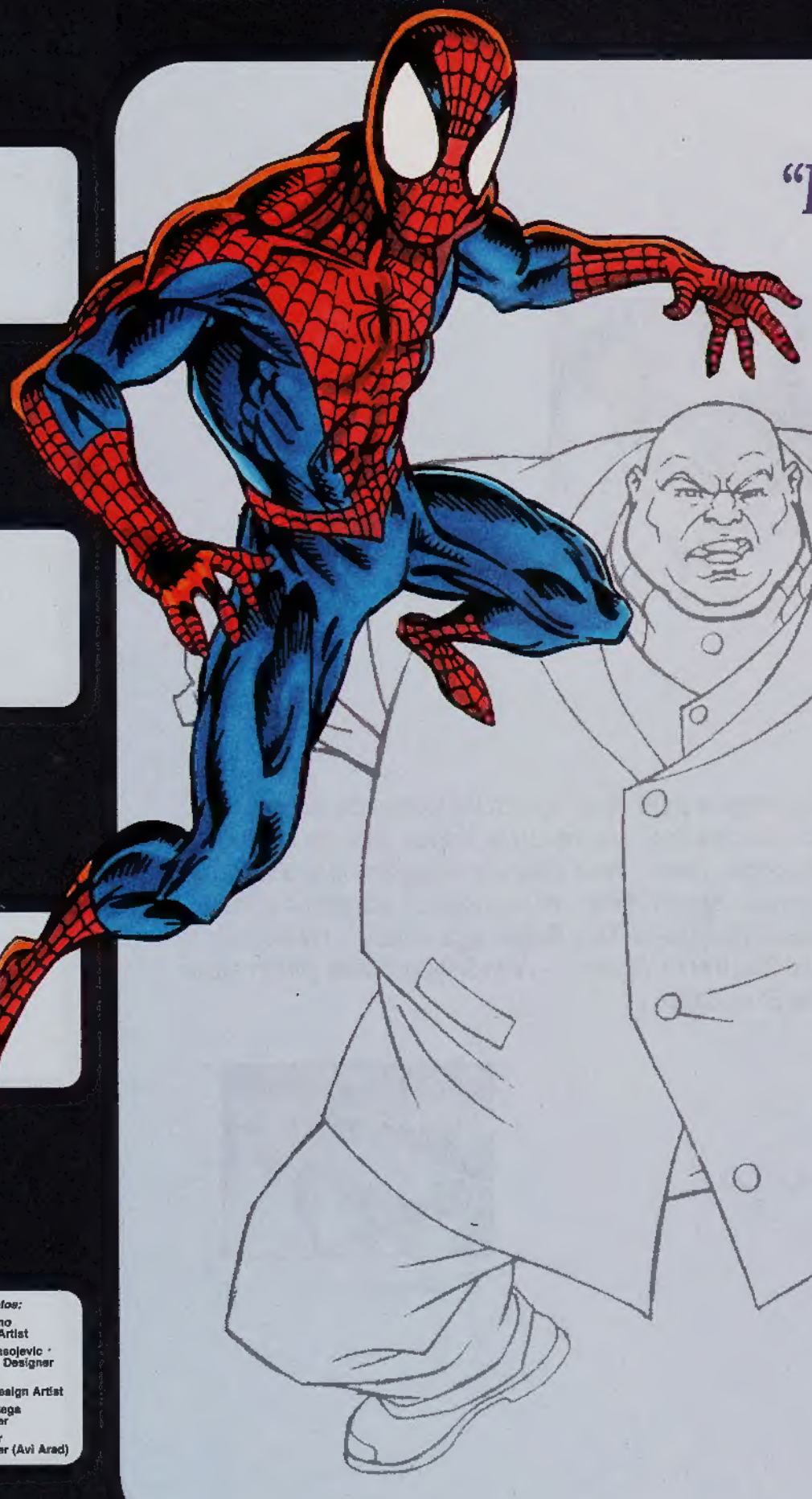
Del Barras
Storyboard Artist

"Look at this! It's every villain in the book. Next, they'll be stealin' bad guys from the X-Men show. Yikes!"

Allyn Conley
Color Key Artist

"Just imagine squaring off against the likes of the Green Goblin, Doc Ock, the Scorpion, the Lizard, Kraven, Mysterio and the Hobgoblin. Each of these villains is slated for the web-slinger's television rogues' gallery, with a multi-part adaptation of the classic Stan Lee-Gil Kane Goblin saga already in the works. And then there's Venom..."—*John Semper, Spider-Man Producer and Story Editor.*

Jason So
Storyboard Artist



"Hey–

Kingpin! Lizard!
Why so grim? We're gonna be on TV?!

Avi Arad
President and CEO
of Marvel Films

"Properties like Marvel's are such incredible treasures, if you will. We should control them ourselves." *—Avi Arad*

"Spider-Man has never stopped being revolutionary in comics. This should be animation that's more exciting and dynamic than anybody's ever done before. This should be Spider-Man for the 21st century." *—Danny Fingeroth*

Danny Fingeroth,
Spider-Man Group Editor,
Spider-Man Animated
Series Consultant

Without photos:

Pete Avanzino
Storyboard Artist

Vladimir Spasojevic
Background Designer

Jeff Snow
Character Design Artist

Albert L. Ortega
Photographer

Anna Harper
Photographer (Avi Arad)